Registering a Foreign Non-Profit Corporation

A step-by-step guide to using the Secretary of State's Online Business Filing System

BUSINESS SERVICES

MISSOURI
SECRETARY

OF STATE

This guide is designed to help individuals navigate the Missouri Secretary of State's online business filing system to file a foreign non-profit corporation. Please view our <u>FAQ page</u> explaining the difference between domestic and foreign entities.

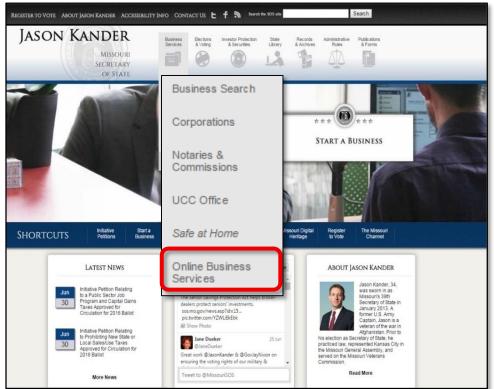
Please consult an attorney and accountant before filing with our office. Choosing the proper business entity for you and your business is an extremely important decision that must be tailored to every person's unique needs and circumstances. This guide does not provide tax or legal advice. It is only designed to navigate the Missouri Secretary of State's online filing system.

Please give us a call at 1-866-223-6535 or email us at corporations@sos.mo.gov if you have any questions about the registration process.

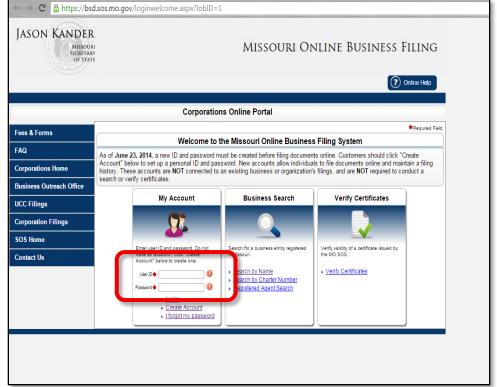
Links to additional business resources are listed on the final page.



Step 1
Go to www.sos.mo.gov.



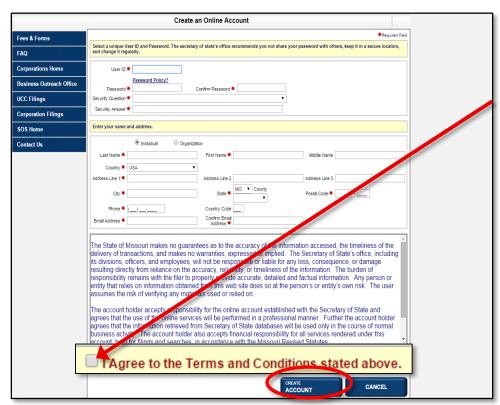
At the top, under "Business Services," mouse over and select the last option in the drop down menu titled, "Online Business Services".



Step 3

Log into the online system. Each user must create an individual account. These accounts are unique and are separate from information associated with a business entity. If you already have an account and know your username and password, type them into the appropriate fields and click "Login."

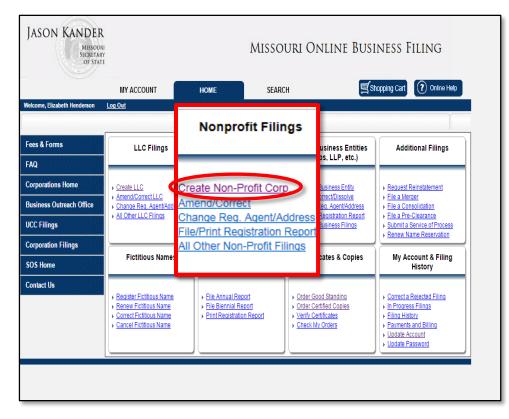
- If you do not remember your password, select "I forgot my password" and a temporary password will be emailed to you.
- If you do not remember your username, you will need to call our office for assistance at 1-866-223-6535 or create a new account.
- If you do not have an account, click "Create Account" to get started.



Step 3 (cont.)

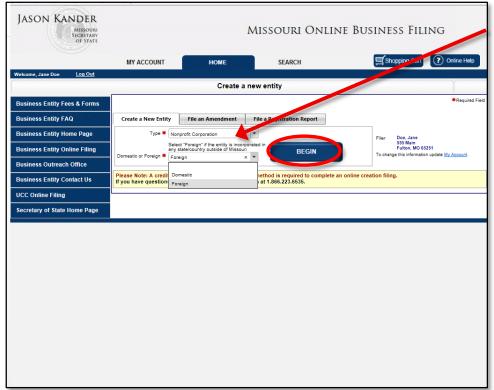
Enter all the appropriate information into the boxes provided.

Check the box stating "I agree to the Terms and Conditions stated above" and click "Create Account".



Step 4

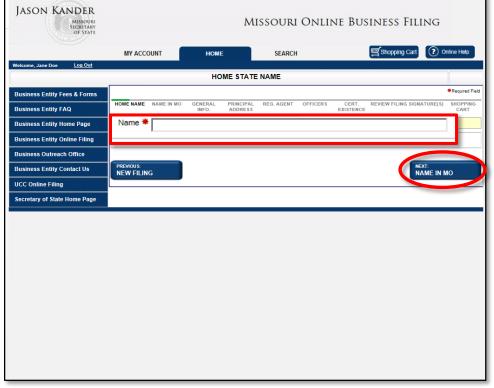
After you have successfully logged in, you will be directed to the filing "Home" tab. Locate the box titled "Nonprofit Filings" box and click the first option: "Create Non-Profit Corp.".



From the "Create a new entity" tab, ensure "Nonprofit Corporation" is selected in the "Type" field.

From the drop down menu, select "Foreign". Please view our <u>FAQ</u> page explaining the difference between domestic and foreign entities.

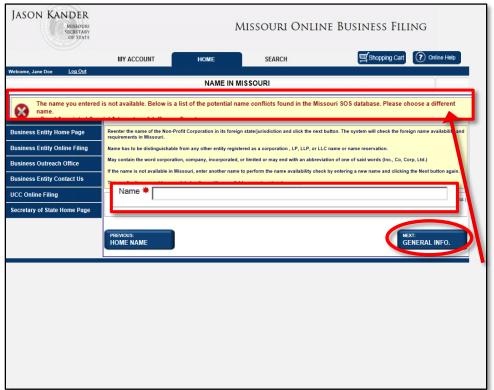
Click "BEGIN".



Step 6

Next, you will create a legal name for your company.

- Read the instructions in yellow at the top.
- Once you've chosen your business name, click "NAME IN MO'.

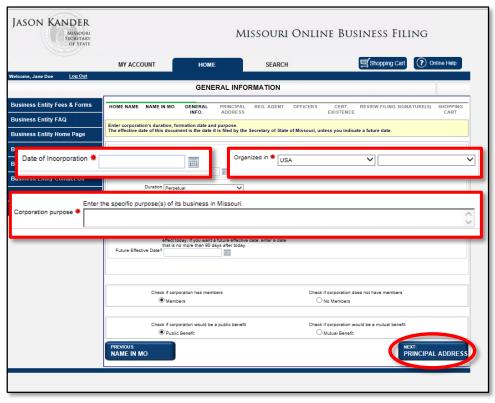


Next, you will name your non-profit corporation in Missouri. The name must be unique to your non-profit corporation. Read the yellow box for more information on availability.

The name may contain the word corporation, company, incorporated, or limited, or may end with an abbreviation of one of said words (Inc., Co, Corp, Ltd.)

Enter your name in the name box. If the name is not available the box with the red X in the corner will appear and you will be prompted to enter another one.

Once you have named your non-profit corporation, click "GENERAL INFO".

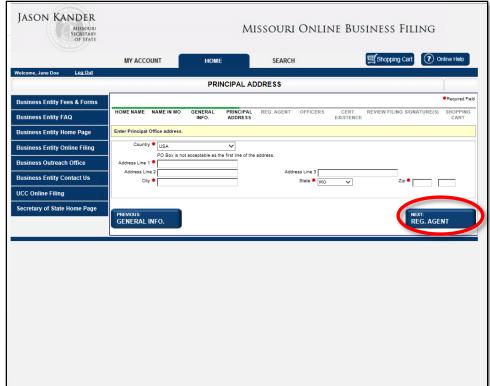


Step 8

Fill out all of the required information (noted with a red star).

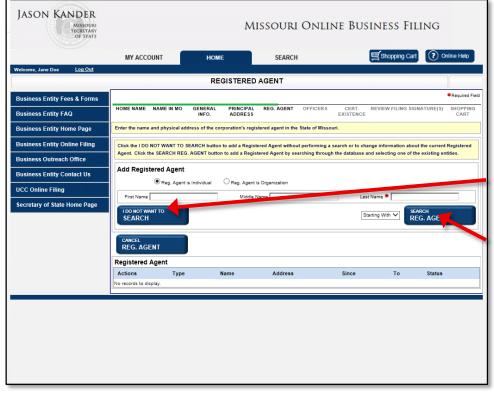
Read the yellow box at the top for information on the effective date of the document.

Once you have finished, click "PRIN-CIPAL ADDRESS".



Enter the Principal Office address for your non-profit corporation. Be sure to fill out all the areas marked with a red star.

Once you are finished, click "REG. AGENT".



Step 10

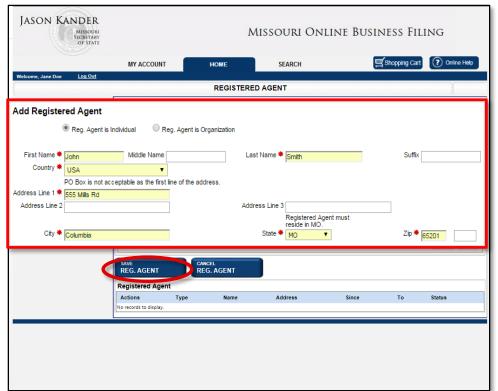
Specify a registered agent.

A registered agent is an individual/organization who receives all notifications of due process for the company.

Read more about registered agents.

- Click "I DO NOT WANT TO SEARCH" to add a Registered Agent without searching.
- Click "SEARCH REG. AGENT" to search the database and selecting a registered agent.

NOTE: A registered agent must consent to being the registered agent for your business.

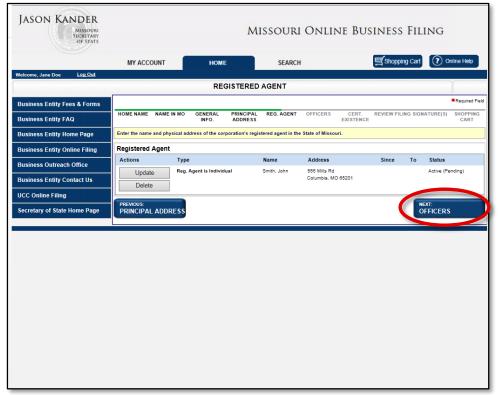


Clicking "I DO NOT WANT TO SEARCH" will force you to enter the registered agent's information.

A physical address is <u>required</u>. A PO Box may only be used if a physical address is also provided on line 1.

The use of the physical address of a UPS Store or similar mailing/receiving/forwarding service for the registered agent's address is prohibited.

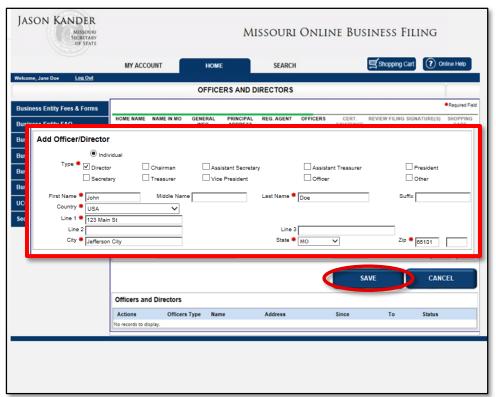
Enter the appropriate information for your registered agent. When finished, click "SAVE REG. AGENT".



Step 12

Once saved, you can review and edit the Registered Agent information. From here, you may click "Update" to change the information, or click "Delete" to search for or reenter the Registered Agent information.

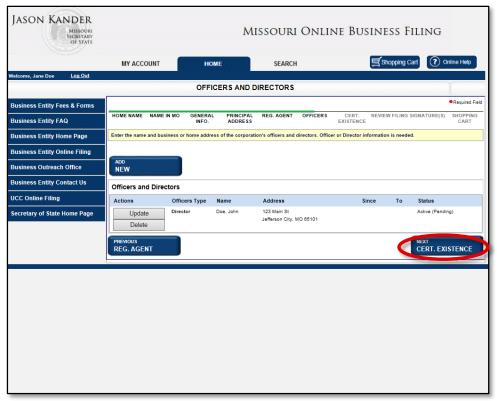
Click "OFFICERS" to continue.



Enter the name and business or home address of the corporation's officers and directors.

Be sure to fill in all required spaces.

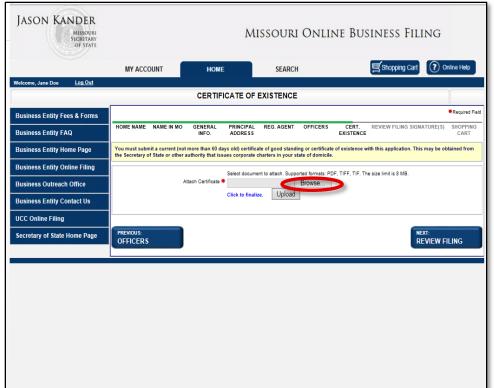
Once you are finished, click "SAVE".



Step 14

Once saved, you can review and edit the Officer information. From here, you may click "**Update**" to change the information, click "**Delete**" to search for or reenter the Officer information, or you may click "**ADD NEW**" to add another officer.

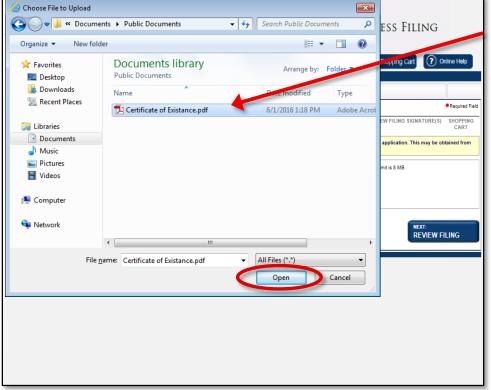
Once the information is correct, click "CERT. EXISTENCE".



Step 15a

Now you will upload a current certificate of good standing or certificate of existence.

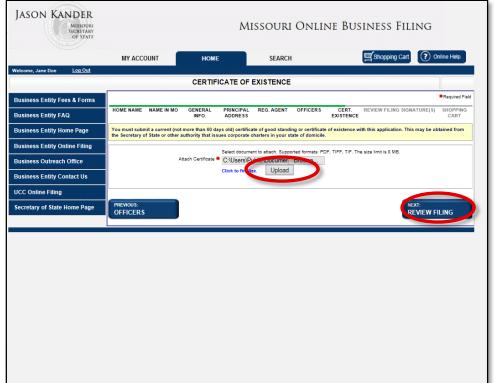
To upload, click Browse.



Step 15b

Select the file you want to upload by clicking on it, you will know it has been selected when it is highlighted.

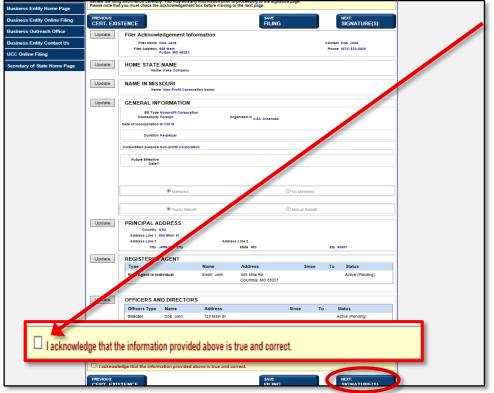
Next, click "Open".



Step 15c

Once your file has been opened, click Upload to complete your certificate upload.

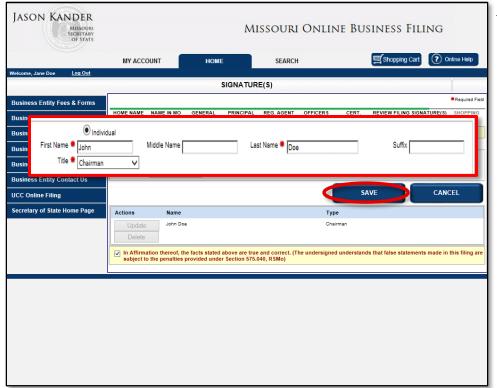
To move to the next page, click "RE-VIEW FILING".



Step 18

You will see an overview of your non-profit corporation. Review all information for accuracy before checking the box stating "I acknowledge that the information provided above is true and correct."

- You may click "SAVE FILING" to save your progress and continue later.
- Or, you may move onto the next step by clicking "SIGNA-TURE(S)".

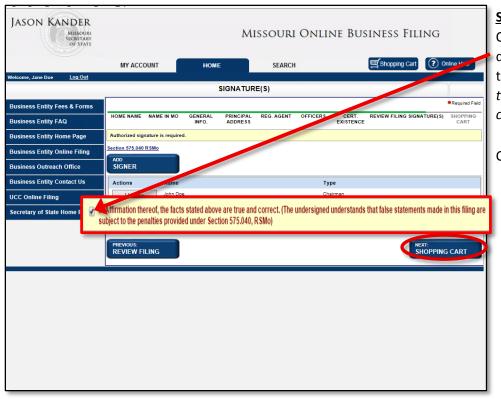


Step 19a

An authorized person or organization must provide an electronic signature. To do so, fill out the information to add a signature, then press "SAVE".

If you wish to add another signer, click "ADD SIGNER".

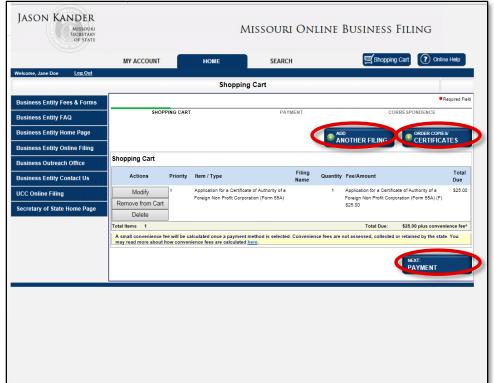
Once you have completed and saved the signature(s), move on to the second part of this step.



Step 19b

Once you have completed the reguired information select the box that says, "In Affirmation thereof, the facts stated about are true and correct".

Click "SHOPPING CART" to continue.



In your shopping cart you should see the Application for a Certificate of Authority.

If you need to add another filing or order copies/certificates, you may click the boxes at the top.

If you are ready to move onto the payment step click "PAYMENT".



Step 21

Select a payment method from the drop down menu.

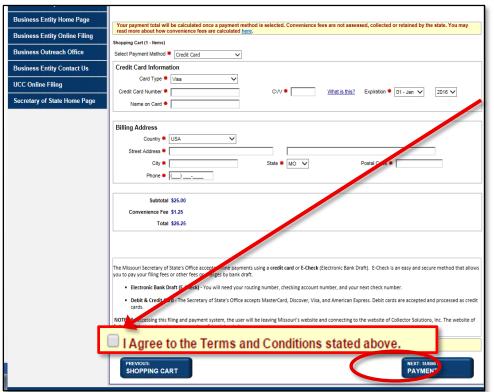
- The options are Credit Card or Electronic Check.
- If you'd like to pay through ACH, please contact our office at:

1-866-223-6535 or

corporations@sos.mo.gov.

The convenience fees for this transaction are:

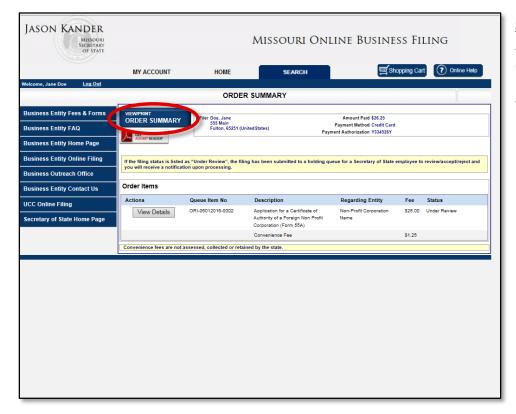
- Credit Card: Transaction amount total between \$0 and \$50 is \$1.25
- Electronic Check: \$0.50



Complete the payment information.

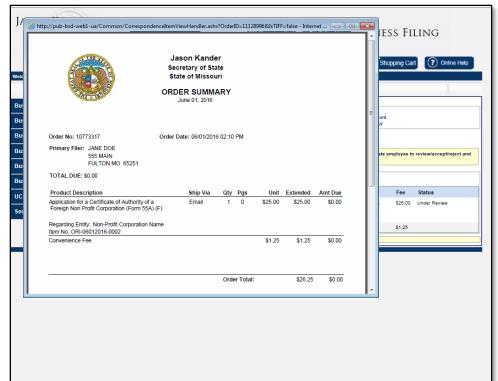
Click "I Agree to the terms and conditions stated above".

Click "SUBMIT PAYMENT" to continue.



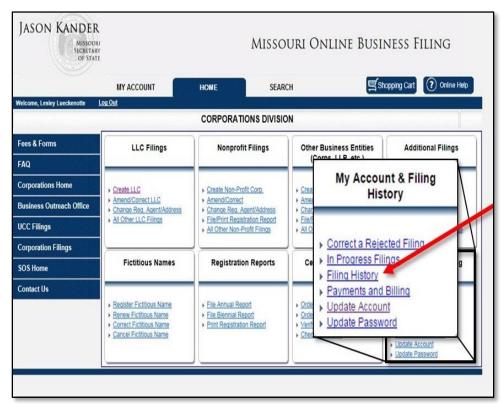
Step 23

After you submit your payment, click "VIEW/PRINT ORDER SUM-MARY" to view a printable pdf of your order summary.



After clicking on one of the files, it will be visible in the browser.

If you mouse over the pdf, a menu will appear with a print icon and a save icon. This will look different depending on what browser you are using.



Step 25

If in the future if you need to print or view filed documents, you may do so by going to the "My Account & Filing History" box from the home page and clicking "Filing History".

Additional Reporting Requirements

What are the other reporting requirements for Non-profits?

Non-profit corporations are required to immediately file if any changes occur to their articles of incorporation, management structure and/or their registered agent or the agent's office address. (RsMO Chapter 355)

Do Non-profits have to file Annual Registration Reports?

After incorporating, the first annual report is not due until the August of the following year. All non-profit annual reports are due at the end of August each year. These reports may be submitted online or via email, mail, or fax. There is a \$5.00 discount for submitting the report online. Submit on time to avoid late fees and possible Administrative Dissolution or Revocation.

Please give us a call at 1-866-223-6535 or email us at corporations@sos.mo.gov if you have any questions about the registration process.

Resources for Entrepreneurs and Business Owners

Below are just a few links to the resources available to you when starting and growing a business in Missouri. Take some time to review these sites and take advantage of the many opportunities available to you.



www.ded.mo.gov

The Missouri Department of Economic Development has numerous resources for new and existing businesses. You can find a comprehensive list of all state business assistance programs and incentives at https://ded.mo.gov/businesses/BusinessAssistance.aspx



www.business.mo.gov

The Missouri Business Portal offers many resources to help businesses of all sizes and in all industries start, grow and manage their businesses. You can find educational resources about entrepreneurship to listings of hundreds of available shovel-ready sites and development properties.



www.mosourcelink.com

Focused on helping businesses and nonprofits in the startup and growth phases of their life cycle, MOSourceL-ink brings together resources from across the state. You can find information about how to evaluate your business idea: http://www.mosourcelink.com/startup/evaluate-your-idea and help finding free business counselors in your area using *TheResourceNavigator*: http://www.mosourcelink.com/startup/meet-with-a-counse-lor, http://www.mosourcelink.com/resources/find-a-resource